

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____ Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. **Debtor's name** The Aztec Fund Holding, Inc.

2. **All other names debtor used in the last 8 years**
Include any assumed names, trade names and *doing business as* names

3. **Debtor's federal Employer Identification Number (EIN)** 61-1747839

4. Debtor's address	Principal place of business Paseo de los Tamarindos 90 Torre 2 - Piso 27 Bosque de las Lomas, CDMX 05120 _____ Number, Street, City, State & ZIP Code _____ County	Mailing address, if different from principal place of business _____ P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code
----------------------------	--	---

5. **Debtor's website (URL)** www.aztecfunds.com

6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor The Aztec Fund Holding, Inc.
Name

Case number (if known) _____

7. Describe debtor's business A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.5311**8. Under which chapter of the Bankruptcy Code is the debtor filing?***Check one:*

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District _____
District _____When _____
When _____Case number _____
Case number _____**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- ☐ No
- ☒ Yes.

Debtor The Aztec Fund Holding, Inc. Case number (if known) _____
Name

List all cases. If more than 1,
attach a separate list

Debtor See attached Rider Relationship _____

District _____ When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number, Street, City, State & ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☒ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor The Aztec Fund Holding, Inc. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 5, 2024
MM / DD / YYYY

DocuSigned by:
X Charles Haddad
Signature of authorized representative of debtor
Title President

Charles Haddad
Printed name

18. Signature of attorney

X /s/ John D. Cornwell
Signature of attorney for debtor

Date August 5, 2024
MM / DD / YYYY

John D. Cornwell
Printed name

Munsch Hardt Kopf & Harr, P.C.
Firm name

500 N. Akard St., Ste. 4000
Dallas, TX 75201
Number, Street, City, State & ZIP Code

Contact phone 713-222-4066 Email address jcornwell@munsch.com

24050450 TX
Bar number and State

Fill in this information to identify the case:

Debtor name The Aztec Fund Holding, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement; and
List of Creditors Who Have the 30 Largest Unsecured Claims

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 5, 2024

x Charles Haddad

Signature of individual signing on behalf of debtor

Charles Haddad
Printed name

President
Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: THE AZTEC FUND HOLDING, INC., <i>et al.</i> , ¹ Debtors.	§ § § § § §	Chapter 11 Case No. 24-_____ (Joint Administration Requested)
--	----------------------------	---

RIDER

Pending Bankruptcy Cases

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a petition in the United States Bankruptcy Court for the Southern District of Texas, Houston Division for relief under chapter 11 of title 11 of the United States Code. The Debtors are seeking joint administration of the cases listed below under the case number assigned to the chapter 11 case of The Aztec Fund Holding, Inc.

1. The Aztec Fund Holding, Inc.
2. Aztec OME Holdings, Inc.
3. OME 2001 Mark Center, LLC
4. OME Bowie Corporate Center, LLC
5. OME Lake Vista III & IV, LLC
6. OME Windward Oaks, LLC
7. TAF 5775 DTC, LLC
8. TAF Intellicenter, LLC
9. TAF Lakeside II, LLC
10. TAF Pinnacle Park, LLC
11. TAF Pinnacle Park Land, LLC
12. TAF Royal Tech, LLC

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if any, are: The Aztec Fund Holding, Inc. (7839); Aztec OME Holdings, Inc. (1731); OME 2001 Mark Center, LLC (9459); OME Bowie Corporate Center, LLC (2184); OME Lake Vista III & IV, LLC (4040); OME Windward Oaks, LLC (5261); TAF 5775 DTC, LLC (2526); TAF Intellicenter, LLC (0832); TAF Lakeside II, LLC (0253); TAF Pinnacle Park, LLC (3055); TAF Pinnacle Park Land, LLC; and TAF Royal Tech, LLC (6049). The Debtors' service address is: Paseo de los Tamarindos 90, Torre 2 - Piso 27, Bosque de las Lomas, CDMX 05120.

Fill in this information to identify the case:

Debtor name The Aztec Funding Holding, Inc.
 United States Bankruptcy Court for the: Southern District of Texas
 (State)
 Case number (If known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	CITY OF DALLAS 1500 MARILLA ST. 7DN DALLAS, TX 75201	ATTN NICOLE CARREON P: F: Nicole.carreon@dallas.gov	Utilities				\$250,704.76
2	NUTECH HVAC JETTING & DRAIN SERVICES 8609 WESTWOOD CENTER DR #110 TYSONS CORNER, VA 22182	ATTN LEGAL DEPARTMENT P: 703-722-0109 F:	Maintenance & Repair				\$84,876.29
3	CUSHMAN & WAKEFIELD 1401 LAWRENCE STREET, SUITE 1100 DENVER, CO 80202	ATTN TODD M WHEELER P: 303-813-6441 F: todd.wheeler@cushwake.com	Leasing Commissions				\$80,153.83
4	GEXA ENERGY LP 601 TRAVIS STREET, SUITE 1400 HOUSTON, TX 77002	ATTN LEGAL DEPARTMENT P: 713-470-0400 F: 866-648-4392	Utilities				\$39,180.71
5	UG2 LLC 1133 15TH STREET NW, SUITE 840 WASHINGTON, DC 20005	ATTN CHUCK RESTIVO, VP OPERATIONS P: 202-869-5234 F: mroda@ug2.com	Cleaning Services				\$35,446.30
6	NEWMARK 1800 LARIMER ST DENVER, CO 80202	ATTN JEFF CASTLETON P: 303-260-4391 F: jeff.castleton@nmrk.com	Leasing Commissions				\$20,943.49
7	MONA ELECTRIC 1572 LARKIN WILLIAMS ROAD ST LOUIS, MO 63026	ATTN DAVID HOWELL P: 636-492-7500 F: David.Howell@getmona.com	Maintenance & Repair				\$9,200.00

Debtor: The Aztec Fund Holding, Inc., et al.

Case number (if known): _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	REIS ASSOCIATES LLC 2901 WILCREST DR., SUITE 410 HOUSTON, TX 77042	ATTN DEBBY ALANIZ, PRINCIPAL P: 832-410-1424 F:	Professional Services				\$8,191.00
9	XCEL ENERGY 414 NICOLLET MALL MINNEAPOLIS, MN 55401	ATTN ROB BERNTSEN, CHIEF LEGAL OFFICER P: 612-330-5500 F:	Utilities				\$7,519.81
10	HODSON & HODSON 14417 RANCH TRAIL DRIVE EL CAJON, CA 92021	ATTN PATTI HODSON P: F: patti@handhcpas.com	Professional Services				\$7,087.50
11	RYAN, LLC THREE GALLERIA TOWER 13155 NOEL ROAD, SUITE 100 DALLAS, TX 75240-5090	ATTN MICHAEL MARTENS, PRINCIPAL P: 972-934-0022 F: 972-960-0613 michael.martens@ryan.com	Professional Services				\$6,442.32
12	DENVER WATER 1600 W. 12TH AVE DENVER, CO 80204-3412	ATTN JESSICA BRODY, GENERAL COUNSEL P: F: Jessica.Brody@denverwater.org	Utilities				\$6,275.94
13	HINES SOUTHWEST LLC 845 TEXAS AVE STE 3300 HOUSTON, TX 77002	ATTN VICKI HILL P: F: vicki.hill@hines.com	Property Management				\$5,634.38
14	THE CITY OF ALPHARETTA, GA FINANCE DEPT-TAX 2 PARK PLAZA ALPHARETTA, GA 30009	ATTN THOMAS HARRIS, FINANCE DIRECTOR P: 678-297-6000 F: tharris@alpharetta.ga.us	Taxes				\$5,206.62
15	W.E. BOWERS & ASSOCIATES INC. 12401 KILN CT SUITE A BELTSVILLE, MD 20705	ATTN LEGAL DEPARTMENT P: 301-419-2488 F: info@webowers.com	Maintenance & Repair				\$4,830.00
16	CLEAN & POLISH BUILDING SOLUTIONS 9200 CORPORATE BOULEVARD, SUITE 480 ROCKVILLE, MD 20850	ATTN SCOTT GOULD, CEO P: 301-424-1516 F: 301-424-7415 info@cleanandpolish.com	Cleaning Services				\$4,599.00
17	ENTOS DESIGN, INC. 5400 LYNDON B. JOHNSON FRWY STE 125 DALLAS, TX 75240	ATTN SUZANNE BRASUELL, CEO P: 972-770-2222 F: sbrasuell@entosdesign.com	Trade Vendor				\$4,560.40

Debtor: The Aztec Fund Holding, Inc., et al.

Case number (if known): _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
18	WALKER CONSULTANTS, INC. 10375 PARK MEADOWS DRIVE, SUITE 425 LONE TREE, CO 80124	ATTN ANDREW VIDOR, PRINCIPAL P: 303-694-6622 F: avidor@walkerconsultants.com	Professional Services				\$4,439.01
19	HAYNES MECHANICAL SYSTEMS, INC. 5700 S QUEBEC ST STE 200 GREENWOOD VILLAGE, CO 80111	ATTN KRAIG HAYNES, CEO P: 303-779-0787 F: info@haynesmechanical.com	Maintenance & Repair				\$4,294.58
20	CITY OF LEWISVILLE, TX 151 W CHURCH ST LEWISVILLE, TX 75057	ATTN LEGAL DEPARTMENT P: 972-219-3400 F: ub@cityoflewisville.com	Utilities				\$4,028.34
21	VIRGINIA AMERICAN WATER COMPANY 2223 DUKE STREET ALEXANDRIA, VA 22314	ATTN MARY BETH LEONGINI P: F: marybeth.leongini@amwater.com	Utilities				\$3,941.81
22	BRIGHTVIEW LANDSCAPE SERVICES, INC. 980 JOLLY ROAD, SUITE 300 BLUE BELL, PA 19422	ATTN JONATHAN GOTTSEGEN, CHIEF LEGAL OFFICER P: F: Jonathan.Gottsegen@brightview.com	Landscaping				\$3,533.00
23	SIEMEN'S INDUSTRY C/O CITIBANK (BLDG TECH) PO BOX 2134 CAROL STREAM, IL 60132-2134	ATTN VINOTH M P: F: vinoth.m@siemens.com	Trade Vendor				\$3,254.00
24	ELCON ENTERPRISES INC 8321 PENN RANDALL PLACE UPPER MARLBORO, MD 20772	ATTN LEGAL DEPARTMENT P: 301-568-9300 F: 301-735-9566	Maintenance & Repair				\$3,000.00
25	CDS MECHANICAL SERVICES 909 WILLIAM MEADE COURT DAVIDSONVILLE, MD 21035	ATTN ISADORE STAROBIN P: 410-956-2767 F: izzy@cdsmechanical.net	Maintenance & Repair				\$2,820.50
26	DATAWATCH 4520 EAST-WEST HIGHWAY BETHESDA, MD 20814	ATTN WILLIAM F PEEL, III, EVP P: 301-280-4365 F: bpeel@datawatchsystems.com	Trade Vendor				\$2,748.54
27	LANDWORKS 2609 SKYWAY DRIVE GRAND PRAIRIE, TX 75052	ATTN LEGAL DEPARTMENT P: 972-606-0311 F: landworks1@yahoo.com	Landscaping				\$2,623.25
28	REPUBLIC SERVICES, INC. 1820E SKY HARBOR CIRCLE S STE 150 PHOENIX, AZ 85034	ATTN LEGAL DEPARTMENT P: F: smeli@republicservices.com; aflores@republicservices.com	Utilities				\$2,518.94

Debtor: The Aztec Fund Holding, Inc., *et al.*

Case number (if known): _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
29	ERNST & YOUNG, LLP 200 PLAZA DRIVE SECAUCUS, NJ 07094	ATTN LEGAL DEPARTMENT P: F:	Professional Services				\$2,387.00
30	KONE, INC. 3333 WARRENVILLE RD, STE 700 LISLE, IL 60532	ATTN DIVYA MEHTA, SVP LEGAL P: 630-577-1650 F: divya.mehta@kone.com	Trade Vendor				\$2,338.37

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
THE AZTEC FUND HOLDING, INC., <i>et al.</i> , ¹	§	Case No. 24-_____
	§	
Debtors.	§	(Joint Administration Requested)
	§	

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following is a corporation, other than a government unit, that directly or indirectly owns 10% or more of any class of The Aztec Fund Holding, Inc.'s equity interests.

Shareholder	Percentage of Shares Held
US TAF S.A.P.I. de C.V.	100.00%

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if any, are: The Aztec Fund Holding, Inc. (7839); Aztec OME Holdings, Inc. (1731); OME 2001 Mark Center, LLC (9459); OME Bowie Corporate Center, LLC (2184); OME Lake Vista III & IV, LLC (4040); OME Windward Oaks, LLC (5261); TAF 5775 DTC, LLC (2526); TAF Intellicenter, LLC (0832); TAF Lakeside II, LLC (0253); TAF Pinnacle Park, LLC (3055); TAF Pinnacle Park Land, LLC; and TAF Royal Tech, LLC (6049). The Debtors' service address is: Paseo de los Tamarindos 90, Torre 2 - Piso 27, Bosque de las Lomas, CDMX 05120..

**UNANIMOUS CONSENT OF THE BOARDS OF DIRECTORS
AND SOLE MEMBERS OF THE RESTRUCTURING PARTIES**

August 5, 2024

All of the members of the boards of directors (“Boards”) of The Aztec Fund Holding, Inc., a Delaware corporation (“TAF”) and Aztec OME Holdings, Inc., a Delaware corporation (“OME”), and the undersigned as sole member of each of TAF Pinnacle Park, LLC; TAF Pinnacle Park Land, LLC; TAF Intellicenter, LLC; TAF Lakeside II, LLC; TAF Royal Tech, LLC; TAF 5775 DTC, LLC; OME Windward Oaks, LLC; OME Lake Vista III & IV, LLC; OME 2001 Mark Center, LLC; and OME Bowie Corporate Center, LLC (collectively, the “Restructuring Parties”) hereby adopt and approve by unanimous written consent the following resolutions and each and every action effected thereby in accordance with applicable state law and the organizational documents of each Restructuring Party (the “Resolutions”):

WHEREAS, the Restructuring Parties constitute an enterprise in the business of owning and managing commercial real estate properties across the United States. Certain of the Restructuring Parties are borrowers and guarantors under that certain *Consolidated, Amended and Restated Loan Agreement* and the related *Amended and Restated Promissory Note* with Bank of America, N.A., as administrative agent and sole lender, dated on or about November 14, 2019, including all amendments thereto (the “BANA Loan”).

WHEREAS, Bank of America has notified certain of the Restructuring Parties that it intends to foreclose on one or more of the commercial real estate properties as soon as August 6, 2024.

WHEREAS, the Restructuring Parties have explored strategic alternatives, including, without limitation, transactions that could take the form of a sale of one or more of the commercial real estate properties, a refinancing, recapitalization, or restructuring of the indebtedness of the Restructuring Parties, and commencing cases under title 11 of the United States Code (the “Bankruptcy Code”) (collectively, the “Potential Strategic Alternatives” and each, a “Potential Strategic Alternative”);

WHEREAS, the Boards and members of the Restructuring Parties have received, reviewed, and considered materials presented by management and the legal and financial advisors of the Restructuring Parties regarding the Restructuring Parties’ financial condition and the impact of the micro- and macroeconomic factors on the business;

WHEREAS, the Boards and members of the Restructuring Parties have received, reviewed and considered advice from management and the legal and financial advisors of the Restructuring Parties regarding Potential Strategic Alternatives to address the Restructuring Parties’ financial condition, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on the Restructuring Parties’ business and stakeholders; and

WHEREAS, in light of the foregoing, the Boards and sole members of the Restructuring Parties have determined that it is desirable and in the best interest of the Restructuring Parties to

cause to be filed petitions of the Restructuring Parties seeking relief under the provisions of Chapter 11 of the Bankruptcy Code.

NOW, THEREFORE, BE IT

Filing and Prosecution of Bankruptcy Case

RESOLVED, that it is desirable and in the best interest of the Restructuring Parties to authorize Charles Haddad or any officer of TAF or OME (each, an “Authorized Officer”), to cause to be filed voluntary petitions (the “Chapter 11 Petitions”) on behalf of the Restructuring Parties seeking relief under the provisions of chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that any Authorized Officer, acting on behalf of the Restructuring Parties, is authorized and directed to execute and verify the Chapter 11 Petitions and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the “Bankruptcy Court”), in such form and at such time as any Authorized Officer shall determine; and it is further

RESOLVED, that any Authorized Officer, acting on behalf of the Restructuring Parties, hereby is authorized and directed to execute and file (or direct others to do so on behalf of the Restructuring Parties) all necessary documents, including, without limitation, all petitions, declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain assistance of legal counsel, financial advisors, investment bankers, brokers, accountants or other professionals and to take any and all action deemed necessary and proper in connection with the Chapter 11 cases (the “Chapter 11 Cases”); and it is further

RESOLVED, that any Authorized Officer, acting on behalf of TAF Pinnacle Park Land, LLC (“TAF Land”), hereby is authorized to grant a lien in any and all assets of TAF Land, or the proceeds of any sale thereof, for the purpose of securing use of cash collateral of BANA; and it is further

Employment of Professionals

RESOLVED, that the law firm Munsch Hardt Kopf & Harr, PC (“Munsch Hardt”) be employed under general retainer as bankruptcy and general counsel for the Restructuring Parties in the Chapter 11 Cases, and any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Munsch Hardt; and it is further

RESOLVED, that the consulting firm Getzler Henrich & Associates LLC (“Getzler”) be employed to provide services as financial advisor and other support services for the Restructuring Parties in the Chapter 11 Cases, and any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Getzler; and it is further

RESOLVED, that the firm Hilco Real Estate Appraisals, LLC (“Hilco”) be employed as real estate appraiser for the Restructuring Parties in the Chapter 11 Cases, and any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Hilco; and it is further

RESOLVED, that the consulting firm of Stretto, Inc. (“Stretto”) be employed as noticing agent and to provide other related services for the Restructuring Parties in the Chapter 11 Cases, and any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Stretto; and it is further

RESOLVED, that any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to employ any other firm as professionals or consultants to the Restructuring Parties as are deemed necessary to represent and assist the Restructuring Parties in carrying out their duties under the Bankruptcy Code and, in connection therewith, any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers prior to the filing of the Chapter 11 Cases, and cause to be filed appropriate applications for authority to retain the services of such firm; and it is further

General Authorizing Resolutions

RESOLVED that any Authorized Officer, acting on behalf of the Restructuring Parties, is hereby granted full authority to act in the name of and on behalf of the Restructuring Parties, under the Restructuring Parties’ seal or otherwise, to make, enter into, execute, deliver, and file any and all other or further agreements, documents, certificates, materials and instruments, to disburse funds of the Restructuring Parties, to take or cause to be taken any and all other actions, and to incur all such fees and expenses deemed to be necessary, appropriate, or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete the Chapter 11 Cases, the taking of any such action to constitute conclusive evidence of the exercise of such discretionary authority; and it is further

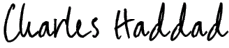
RESOLVED, that all acts lawfully done or actions lawfully taken by the officers, directors and/or Boards or sole members of the Restructuring Parties to seek relief under Chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 Cases, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Restructuring Parties; and it is further

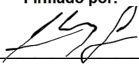
RESOLVED, that any Authorized Officer, acting on behalf of the Restructuring Parties, is authorized, empowered and directed to certify and attest any documents or materials deemed necessary, desirable, or appropriate to consummate the transactions contemplated by the foregoing resolutions, without the necessity of further approvals or consents by the Boards or the sole members of the Restructuring Parties; and it is further


RESOLVED, that all actions heretofore taken by the Restructuring Parties, the officers, the individual directors, the Boards, sole members, and other authorized representatives of the Restructuring Parties with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions that require approval by the Boards and sole members are hereby in all respects, approved, adopted, ratified, and confirmed.

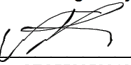
IN WITNESS WHEREOF, the undersigned have executed this written consent, and hereby consent to the foregoing resolutions, effective upon this the 5th day of August, 2024.

The Board of Directors of The Aztec Fund Holding, Inc.

DocuSigned by:

 1D00D473EFC404F8
 Charles Haddad

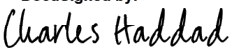
Firmado por:

 15646E38870FB09
 Alejandro Fernandez-Navarro

DocuSigned by:

 F37B5AFC4D754967
 Farid Mena Valdez

DocuSigned by:

 CEC559B3321940B
 Victor F. Herrera Prats

**TAF Pinnacle Park, LLC
 TAF Pinnacle Park Land, LLC
 TAF Intellicenter, LLC
 TAF Lakeside II, LLC
 TAF Royal Tech, LLC
 TAF 5775 DTC, LLC**

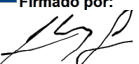
By: The Aztec Fund Holding, Inc.


DocuSigned by:

 1D00D473EFC404F8
By: Charles Haddad
Name: Charles Haddad
Title: President

The Board of Directors of Aztec OME Holdings, Inc.

DocuSigned by:

 1D00D473EFC404F8
 Charles Haddad

Firmado por:

 15646E38870FB09
 Alejandro Fernandez-Navarro

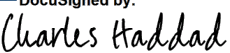
DocuSigned by:

 F37B5AFC4D754967
 Farid Mena Valdez

DocuSigned by:

 CEC559B3321940B
 Victor F. Herrera Prats

**OME Windward Oaks, LLC
 OME Lake Vista III & IV, LLC
 OME 2001 Mark Center, LLC
 OME Bowie Corporate Center, LLC**

By: Aztec OME Holdings, Inc.

DocuSigned by:

 1D00D473EFC404F8
By: Charles Haddad
Name: Charles Haddad
Title: President